

GAUTAM EXIM LIMITED

CIN: L51100GJ2005PLC046562

Regd Off: C7/57 59, MIRGASIR COMPLEX, OPP. ADVANCE COMPLEX, N H NO 8,
GIDC, VAPI, Gujarat - 396195

Email ID : grrpl1850@gmail.com, Website : www.gautamexim.com, Tel: 0260-2431024, Fax: 0260-2427024

NOTICE

NOTICE is hereby given that an Extra Ordinary General Meeting (EGM) of GAUTAM EXIM LIMITED will be held at its Registered office situated at C7/57 59 MIRGASIR COMPLEX, OPP. ADVANCE COMPLEX, N H NO 8, GIDC, VAPI – 396195, GUJARAT on Saturday 27th day of October, 2018 at 11:00 A.M. to transact the following businesses:

SPECIAL BUSINESS:

1. APPOINTMENT OF STATUTORY AUDITORS TO FILL THE VACANCY:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. C. D. KHAKHKHAR & CO., Chartered Accountants (ICAI Registration no. 141767W), Vapi be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. B. A. DESAI AND ASSOCIATES, Chartered Accountants (ICAI Registration No. 113069W).”

“**RESOLVED FURTHER THAT** M/s. C. D. KHAKHKHAR & CO., Chartered Accountants (ICAI Registration no. 141767W), Vapi, be and are hereby appointed as Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2019 on such remuneration as may be fixed by the Board of Directors in consultation with them.”

Place: Vapi

Date: 28/09/2018

Registered Office:

C7/57 59 MIRGASIR COMPLEX,
OPP. ADVANCE COMPLEX,
N H NO 8, GIDC, VAPI – 396195, GUJARAT

By order of the Board Directors


BALASUBRAMANIAN RAMAN
Chairman & Managing Director
(DIN: 00410443)

GAUTAM EXIM LIMITED

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NOTES:

1. Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts relating to the Special Businesses to be transacted at the Extraordinary General Meeting ("EGM") is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER.** The Proxies in order to be valid must be delivered at the Registered Office of the Company not later than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and same person shall not act as Proxy for any other person or shareholder.
3. Corporate Members intending to send their authorized representatives to attend the Extra-Ordinary General Meeting are requested to send the company certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Only registered members of the Company or any proxy appointed by such registered member may attend the Extra-ordinary General meeting as provided under the provisions of the Companies Act, 2013.
5. In case of joint holders attending the Meeting, only such Joint holders, who are higher in order of names, will be entitled to vote.
6. Members are requested to write their DP ID and Client ID in the Attendance Slip for attending the Extra Ordinary General meeting to facilitate identification of membership at the meeting.
7. Members / proxies are requested to bring the attendance slip sent herewith duly filled in for attending the meeting and members are also requested to bring the copy of notice to the meeting.
8. As the Company is listed on SME Exchange [Company covered under Chapter X B of SEBI (Issue of Capital Disclosure Requirements) Regulation, 2009], pursuant to Rule 20 of the Companies (Management and Administration) Rules, it is not required to provide remote e-voting facility to its members.
9. Members may note that the Notice of the Extra Ordinary General Meeting will also be available on the Company's website www.gautamexim.com.
10. A Route Map showing the Directions to reach the venue of the Extra – Ordinary General Meeting is attached along with the notice as per the requirement of Secretarial Standards – 2 on General Meeting (as amended from time to time).
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

12. Members may contact the Registrar and Share Transfer Agent of the Company Bigshare Services Pvt Ltd, in case of any change of address or queries relating to their shares.
13. Members whose shareholding is in electronic mode are requested to intimate change of address and updates on bank account details, if any, to the respective depository participants.
14. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request you to update your email address with your Depository Participant and Registrar and Share Transfer Agent to enable us to send you the communications via email.
15. Electronic copy of the Notice of the Extra-ordinary General Meeting of the Company along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copy of the same is being sent in the permitted mode.
16. All documents proposed for approval, if any, in the above Notice and documents specifically mentioned in the Explanatory Statement are open for inspection at the Registered office of the Company during the working hours on all working days (except Sundays and Holidays) up to the date of Extra Ordinary General Meeting.
17. The Board of directors has appointed Mr. Vishal Dewang, Practicing Company Secretary (Membership No. ACS 9596) as the Scrutinizer to scrutinize the voting at the meeting.

For GAUTAM EXIM LTD.

Director

GAUTAM EXIM LIMITED

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

M/s. B. A. DESAI AND ASSOCIATES, Chartered Accountants (ICAI Registration No. 113069W) have tendered their resignation from the position of Statutory Auditors due to legal constrain of Section 139(2) of the Companies Act, 2013 relating to rotation of Statutory Auditor, they have the opinion that due to applicability of rotation of auditor they are not eligible to perform the statutory audit of company for the financial year 2018-19, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act") casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended that M/s. C. D. KHAKHKHAR & CO., Chartered Accountants (ICAI Registration no. 141767W), Vapi be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. B. A. DESAI AND ASSOCIATES, Chartered Accountants.

M/s. C. D. KHAKHKHAR & CO., Chartered Accountants (ICAI Registration no. 141767W) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.


Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of Members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Place: Vapi
Date: 28/09/2018

Registered Office:
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OPP. ADVANCE COMPLEX,
N H NO 8, GIDC, VAPI – 396195, GUJARAT

By order of the Board Directors


BALASUBRAMANIAN RAMAN
Chairman & Managing Director
(DIN: 00410443)

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ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

DP ID		Name & Address of The Registered Shareholder /Proxy
Regd. Folio No.		
No. of Shares		

I certify that I am a registered Shareholder/proxy for the registered Shareholder of the Company.

I hereby record my presence at the EXTRA ORDINARY GENERAL MEETING of the Company held on Saturday, the 27th October, 2018 at 11.00 a.m. at Registered office of the Company at C7/57 59, MIRGASIR COMPLEX, OPP. ADVANCE COMPLEX, N H NO 8, GIDC, VAPI, Gujarat - 396195.

Name of Shareholder/Proxy _____

Signature of Shareholder/Proxy _____

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Form No.MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
E-mail Id	
DP Id. / Client Id	
No. of Shares	

I/We, being the member (s) of equity shares of the Gautam Exim Limited, hereby appoint

1. Name : _____ Email Id: _____

Address : _____

Signature: _____ or failing him;

2. Name : _____ Email Id: _____

Address : _____

Signature: _____ or failing him;

3. Name : _____ Email Id: _____

Address : _____

Signature: _____ or failing him;

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Saturday, the 27th October, 2018 at 11.00. A.M. at C7/57 59, MIRGASIR COMPLEX, OPP. ADVANCE COMPLEX, N H NO 8, GIDC, VAPI, Gujarat – 396195 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

** I wish my above proxy to vote in the manner as indicated in the box below:

Item No.	Description of Resolution	Type of Resolution (Ordinary / Special)	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
	ORDINARY BUSINESS			
1	Appointment of Statutory Auditors to fill the vacancy	Ordinary		

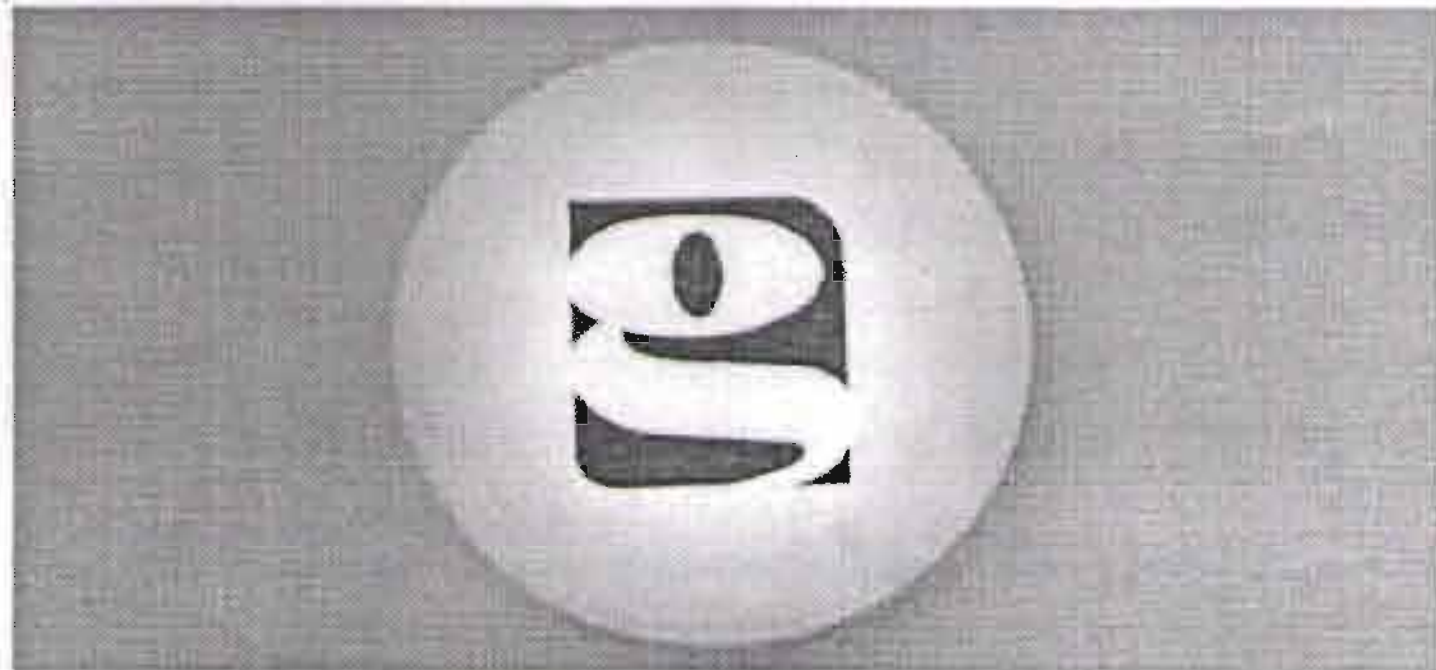
Signed this _____ day of October 2018

Affix
Revenue
Stamp

Signature of Shareholder: _____ Signature of Proxy holder(s): _____

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ROAD MAP



Gautam Exim Private Limited
ગૌતમ એક્સિમ પ્રાઇવેટ લિમિટેડ

📍 Marigasir Complex, C7/57-59, N. H. No. 8, Opposite Advance Complex, Phase 2, GIDC, Vapi, Gujarat 396195